

280 PARK AVENUE, NEW YORK, N. Y. 10017
(212) 732-1040, TELEX: 126697

1747 PENNSYLVANIA AVENUE, N. W., WASHINGTON, D. C. 20006
(202) 872-0013, TELEX: 89543

125 WORTH AVENUE, PALM BEACH, FLORIDA 33480
(305) 833-1040

2-033A136

20 PLACE VENDÔME, 75001 PARIS, FRANCE
280. 34. 05; TELEX: 220242

WHITE & CASE
14 WALL STREET
NEW YORK, N. Y. 10005
(212) 732-1040
TELEX: 126201

66 GRESHAM ST., LONDON EC2V 7LB, ENGLAND
726-6361; TELEX: 864757

2 ICE HOUSE STREET, HONG KONG
5-253061; TELEX: 63604

FEB 02 1982

JAS:CAT

No.
Date
\$ 10.00
ICC Washington, D. C.

PLEASE REPLY TO 280 PARK AVENUE
January 28, 1982

RECORDED NO. 13355- A

Hon. Agatha Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

FEB 2 1982 -4 10 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Mergenovich:

Pursuant to 49 USC §11303 of the Interstate Commerce Act, there are transmitted herewith for filing and recording one executed notarized original, and one copy, of an amendment dated December 17, 1981 to an Agreement dated November 9, 1981 between Chicago and North Western Transportation Company, as Property Owner, and General Electric Company, as Tax Lessor, for the leasing of Maintenance Equipment. The original Agreement for the leasing of Maintenance Equipment was recorded on December 14, 1981, recordation no. 13355.

The name and address of the Property Owner are:

Chicago and North Western Transportation
Company
One North Western Center
Chicago, Illinois 60606

The name and address of the Tax Lessor are:

General Electric Company
570 Lexington Avenue
New York, New York 10022

A check in the amount of \$10 to cover the additional filing fee is enclosed.

Sincerely yours,

Jennifer A. Sullivan

Jennifer A. Sullivan

Enclosures

Agatha Mergenovich
By: [Signature]

ANNEX A
TO

MAINTENANCE EQUIPMENT - 12 YEARS

Agreement Dated November 9,
1981 between Chicago and
North Western Transportation
Company and General Electric
Company.

The Property

RECORDATION NO. 13355A

FILED 1429

FEB 2 1982 - 4 10 PM

INTERSTATE COMMERCE COMMISSION

(1) Item	(2) Property Owner's Adjusted Basis/ Purchase Price	(3) Cash Payment	(4) Lease Termination Date	(5) Present Class Life (or where applicable, Useful Life)	(6) 50 Percent of Present Class Life (or where applicable, 90 Percent Of Useful Life)	(7) S168(c)(2) Class of Recovery Property
-------------	--	------------------------	-------------------------------------	---	--	---

PART 1

New Maintenance Equipment Described in Exhibit A-1	\$3,122,217.25	\$624,443.45	11/9/93	14 Years	12.6 Years	5-Year Property
--	----------------	--------------	---------	----------	------------	-----------------

PART 2*

New Maintenance Equipment Described in Exhibit A-2*	\$ 791,918.91	\$158,383.78	12/29/93	14 Years	12.6 Years	5-Year Property
---	---------------	--------------	----------	----------	------------	-----------------

*As amended December 17, 1981

CHICAGO AND NORTH WESTERN
TRANSPORTATION COMPANY

GENERAL ELECTRIC COMPANY

By

[Signature]
Vice President

By

William R. Hammond

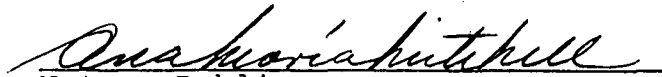
MAINTENANCE EQUIPMENT14 YEAR LIFE

<u>QUANTITY</u>	<u>DESCRIPTION</u>	<u>RAILROAD SYSTEM NO.</u>	<u>PROPERTY OWNER'S ADJUSTED TAX BASIS/PURCHASE PRICE</u>
	<u>Closing December 29, 1981</u>		
1	Truck Crane	17-3670	\$ 147,023.16
1	Loader	17-3698	72,948.00
3	Air Compressors	17-3616	14,369.92
		17-3614	14,369.92
		17-3615	14,369.91
1	Diesel Pile Hammer	17-3702	42,320.00
1	Motor Grader, Model 720R	17-3704	66,772.00
1	End Loader, Model W-36	17-3705	83,467.00
3	Crawler Dozers, Model 1450B	17-3706	75,342.00
	Model 850	17-3707	43,929.00
	Model 1450B	17-3708	75,342.00
2	Crawler Loaders - Model 1450B	17-3709	70,833.00
		17-3710	70,833.00
		Total	<u>\$ 791,918.91</u> =====

*As amended December 17, 1981

DISTRICT OF COLUMBIA ss:

I, the undersigned Notary Public in and for the district aforesaid, do hereby certify that William R. Hammock and T.A. Tingleff whose names are signed to the foregoing document bearing the date of December 17, 1981, are proved by the oath of creditable witnesses to be Attorney-in Fact of the General Electric Company and Vice President of the Chicago and North Western Transportation Company, respectively.


Notary Public

My Commission Expires:

My Commission Expires April 14, 1983